



NATIONAL FISH and WILDLIFE FOUNDATION

SAN FRANCISCO OFFICE

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November 5, 2009

Diane K. Noda  
Field Supervisor, U. S. Fish and Wildlife Service  
Ventura Fish and Wildlife Office  
2493 Portola Road, Suite B  
Ventura, CA 93003

**RE:** Letter of Direction for Deposit into National Fish and Wildlife Foundation  
*Morro Shoulderband Snail In-Lieu Fee Account*

Dear Ms. Noda:

The purpose of this letter is to outline the agreement reached between the National Fish and Wildlife Foundation (NFWF) and the U.S. Fish and Wildlife Service (Service) regarding payments (Payments) of funds into an account with NFWF that originate from the Service's Endangered Species Habitat Conservation Planning Program for the federally endangered Morro shoulderband snail (*Helminthoglypta walkeriana*). NFWF hereby agrees to accept the Payments and deposit them into an account at NFWF to be named the "Morro Shoulderband Snail In-Lieu Fee Account" (Account).

Monies deposited into the Account will be disbursed by NFWF at the direction of the Service to fund efforts that would contribute to the recovery of the Morro shoulderband snail. These monies are intended to compensate for unavoidable impacts to the species associated with the issuance of incidental take permits supported by low-effect Habitat Conservation Plans. These efforts would be consistent with recovery tasks as identified in the Recovery Plan for the Morro Shoulderband Snail and Four Plants from Western San Luis Obispo County, California (Service 1998) and may include, but are not necessarily limited to, the development of monitoring strategies, population surveys, and non-native species removal and habitat enhancement. The efforts would be conducted only on lands identified by the Service and with the consent of the land owner/manager (e.g., California State Parks, California Department of Fish and Game). We understand that Julie M. Vanderwier will serve as the Service point of contact for communications regarding the Account (including the specification of projects to be funded) at the address listed above or, alternatively, via telephone (805) 644-1766 extension 222 or e-mail ([julie\\_vanderwier@fws.gov](mailto:julie_vanderwier@fws.gov)). The Service agrees to advise NFWF in the event this point of contact information changes.

Please arrange to have the Payments delivered to NFWF, Attention Chief Financial Officer, 1133 15<sup>th</sup> Street, NW, Suite 1100, Washington DC, 20005. All checks should be made payable to the "National Fish and Wildlife Foundation" taxpayer ID # 52 138 4139, and make reference to the "Morro Shoulderband Snail In-Lieu Fee Account." If the Payments are to be

deposited with the Foundation via electronic funds transfer, we request that they be directed to NFWF, c/o Bank of America, 730 15th Street, NW, Washington, DC 20005, ABA Bank Transit Number 026009593, Account Number 2260 0322 6791.

Upon receipt of the Payments, NFWF will deposit the funds into the Account and invest them in accordance with NFWF's prevailing investment policies pending project selection. Any interest earned will be credited back to the principal of the Account, and applicable bank charges will be debited from the Account. We will disburse amounts from the Account in accordance with the terms outlined above, at the direction of the Service.

We shall submit Account activity reports to the Service semi-annually by June 15 and December 15 of each year the Account is in existence. The activity will include all information relative to deposits, disbursements, fees, and investment income during each semi-annual period, with a reconciliation of the remaining unobligated balance in the Account.

As compensation for its fiduciary obligations, NFWF will assess and collect an annual management fee of 2% of the balance of the Account during each fiscal year in which the Account is in existence. We may assess and collect the fee either quarterly (in which event the fee will be calculated as 0.5% per quarter) or annually, in either case based on the Foundation's fiscal year. (Please note that NFWF's current practice is to *accrue* the annual fee quarterly for accounting purposes based on quarter-end account balances, but to actually *draw and collect* the annual fee only once annually.) We may also assess additional fees if requested by the Service to perform functions beyond those outlined in this letter, as determined to be reasonable in consultation with the Service.

We look forward to applying the Payments through the Account for the purposes outlined above. If the foregoing accurately reflects your understanding of the manner in which the Payments should be administered, please sign as indicated below and return a copy of this letter to NFWF, attention: Liz Epstein, Senior Manager, Impact-Directed Environmental Accounts, at 90 New Montgomery Street, Suite 720, San Francisco, CA, 94105 at your convenience. Please feel free to contact Liz (415-243-3102) with any questions or concerns.

Sincerely,



*for* Timothy J. Dicintio  
Director, Impact Directed Environmental Accounts  
National Fish and Wildlife Foundation

Agreed and Acknowledged:

U.S. Fish and Wildlife Service

Diane K. Noda  
By: Diane K. Noda

11/12/09  
Date

Title: Field Office Supervisor

cc: Liz Epstein, Senior Manager, Impact Directed Environmental Accounts, NFWF  
David Pereksta, Service